

In re Delphi Corporation, et al.

Case No. 05-44481 (RDD)

*Note is on 2nd Page*

## EXHIBIT A - RIGHTS OFFERING ESTIMATION MOTION

CREDITOR'S NAME	CLAIM NUMBER	TOTAL ASSERTED CLAIM AMOUNT	DATE FILED	DISCOUNT RIGHTS OFFERING PARTICIPATION AMOUNT
ALVIN C SCHMIDT AND DARLA J SCHMIDT	11801	\$79,580.00	7/28/2006	\$0.00
AMBRAKE CORPORATION	6844	\$2,773,276.88	5/25/2006	\$2,768,486.44
AMD INTERNATIONAL SALES & SERVICE LTD	10589	\$136,561.72	7/25/2006	\$33,973.92
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES	1378	\$0.00	12/29/2005	\$0.00
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES	1379	\$0.00	12/29/2005	\$0.00
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES	1380	\$0.00	12/29/2005	\$0.00
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES	1381	\$0.00	12/29/2005	\$0.00
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES	1382	\$0.00	12/29/2005	\$0.00

NL stands for Unliquidated

**DELPHI****Computershare**

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 Braintree Massachusetts 02184  
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ALVIN C SCHMIDT & DARLA J SCHMIDT T U/A DTD  
 12/22/00

ALVIN SCHMIDT & DARLA SCHMIDT  
 FAMILY REVOCABLE LIVING TRUST  
 9650 LANGAN ST  
 SPRING HILL FL 34606




C0003730247

IND

Subscription  
Rights

48

**DELPHI PAR RIGHTS OFFERING**

THIS PAR RIGHTS OFFERING EXPIRES AT 5:00 P.M., NEW YORK CITY TIME, ON MARCH 31, 2008, UNLESS THE EXERCISE PERIOD IS EXTENDED.

Delphi has distributed to each holder of its common stock, at no charge, for each 26 shares of its common stock owned of record at 5:00 p.m., New York City time, on January 17, 2008 (the "Record Date"), one nontransferable right to purchase one share of common stock of reorganized Delphi (the "Par Rights"). The terms and conditions of the Par Rights offering are set forth in Delphi's Prospectus dated March 11, 2008 (as it may be amended or supplemented, the "Prospectus"), which is incorporated into this certificate by reference. Capitalized terms used but not defined herein have the meanings set forth in the Prospectus. The owner of this certificate is entitled to the number of Par Rights, and is entitled to exercise the Par Rights for the number of shares, shown on this certificate.

**THE PAR RIGHTS ARE NOT TRANSFERABLE**

The Par Rights are not transferable. Delphi cannot assure you that the shares of common stock of reorganized Delphi issued in respect of exercised Par Rights will ever be listed on the New York Stock Exchange, the Nasdaq Global Select Market or any other securities exchange or quotation system.

**EXERCISE PRICE**

The exercise price for the par rights is \$59.61 in cash per full share.

**METHOD OF EXERCISE OF RIGHTS**

IN ORDER TO EXERCISE YOUR PAR RIGHTS, YOU MUST PROPERLY COMPLETE AND SIGN THIS RIGHTS CERTIFICATE ON THE BACK AND RETURN IT IN THE ENVELOPE PROVIDED TO COMPUTERSHARE TRUST COMPANY, N.A., TOGETHER WITH PAYMENT IN FULL FOR AN AMOUNT EQUAL TO THE EXERCISE PRICE MULTIPLIED BY THE TOTAL NUMBER OF SHARES OF COMMON STOCK THAT YOU ARE PURCHASING TO THE RIGHTS AGENT, COMPUTERSHARE TRUST COMPANY, N.A., BEFORE 5:00 P.M., NEW YORK CITY TIME, ON MARCH 31, 2008, UNLESS THE EXERCISE PERIOD IS EXTENDED.

Holder ID	COY	Class	Rights Qty Issued	Rights Cert #	Rights Exercise Amt. (\$)
C0003730247	DPHI	RE1	48	00117705	2861.28

Signature of Owner and U.S. Person for Tax Certification      Signature of Co-Owner (if more than one registered holder listed)      Date (mm/dd/yyyy)





*How come one time they say we don't have any rights then they say that we do?*

00117705

RE1

XRT1

DPHI

2861.28

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